

JUL 23 '98

10-58 AM

WILLIAM J. ARLAND, III*
JAMES A. ASKEW*

*ALSO LICENSED IN COLORADO

LAW OFFICES OF
ARLAND & ASKEWA PROFESSIONAL ASSOCIATION
201 THIRD STREET, N.W.
SUITE 1920
ALBUQUERQUE, NEW MEXICOMAILING ADDRESS:
Post Office Box 2208
ALBUQUERQUE, NM 87103
E-MAIL ADDRESS: ARLADSKE@NM.NETTELEPHONE:
(505) 248-1414FACSIMILE:
(505) 248-1108

July 15, 1998

PLEASE REFER TO:

01900/060

Secretary
Surface Transportation Board
Washington, DC 20423

Re: Recording of Financing Statement

Dear Secretary:

Enclosed for recording pursuant to Section 11303 of Title 49 of the U.S. Code is an original and a certified copy of a Texas Financing Statement, a primary document, dated April 28, 1998. I have also enclosed a check in the amount of \$130.00 for the \$26.00 recording fee for this document and the four other documents included in this package.

The names and addresses of the parties to the document are as follows:

Lender: First National Bank of Farmington
100 East Broadway
Post Office Box 4540
Farmington, New Mexico 87499-4540

Borrower: Consolidated Oil & Transportation Company, Inc.
6565 S. Dayton, Suite 3600
Englewood, CO 80111

A description of the equipment covered by the document follows:

Twenty-eight (28) 23,500 gallon, coiled and insulated railroad tanks cars: Identification numbers AMRX 101, AMRX 102, AMRX 103, AMRX 104, AMRX 105, AMRX 106, AMRX 107, AMRX 108, AMRX 109, AMRX 110, AMRX 111, AMRX 112, AMRX 113, AMRX 114, AMRX 115, AMRX 116, AMRX 117, AMRX 118, AMRX 119, AMRX 120, AMRX 121, AMRX 122, AMRX 123, AMRX 124, AMRX 125, AMRX 126, AMRX 127, AMRX 128.

Secretary
Surface Transportation Board
July 15, 1998
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A short summary of the documents to appear in the index follows:

Texas Financing Statement between First National Bank of Farmington, Post Office Box 4540, Farmington, New Mexico 87401, Lender and Consolidated Oil & Transportation Company, Inc., 6565 S. Dayton, Suite 3600, Englewood, CO 80111, Borrower, dated April 28, 1998 and covering twenty-eight (28) 23,500 gallon, coiled and insulated railroad tanks cars: Identification numbers AMRX 101, AMRX 102, AMRX 103, AMRX 104, AMRX 105, AMRX 106, AMRX 107, AMRX 108, AMRX 109, AMRX 110, AMRX 111, AMRX 112, AMRX 113, AMRX 114, AMRX 115, AMRX 116, AMRX 117, AMRX 118, AMRX 119, AMRX 120, AMRX 121, AMRX 122, AMRX 123, AMRX 124, AMRX 125, AMRX 126, AMRX 127, AMRX 128.

Please return the originals and any extra copies not needed by the Board for recordation in the envelope provided.

If you should have any questions or require anything further, please do not hesitate to contact me.

Very truly yours,

ARLAND & ASKEW, P.A.

A large, stylized handwritten signature in black ink, appearing to read 'William J. Arland, III', is written over a horizontal line.

William J. Arland, III

WJA:kps
Enclosures

cc: Mr. Bill LeGrand

RECORDATION NO

21524
FILEDTHIS FINANCING STATEMENT IS PRESENTED
TO A FILING OFFICER FOR FILING PURSUANT
TO THE UNIFORM COMMERCIAL CODE.

JUL 23 '98

10-58AM

11. ☐ CHECK TO REQUEST SAME DEBTOR
SEARCH CERTIFICATE. (INSTRUCTION B.11)

1. DEBTOR (IF PERSONAL) LAST NAME Consolidated Oil & Transportation Company, Inc.		FIRST NAME		M. I.	1A. PREFIX	1B. SUFFIX
1C. MAILING ADDRESS 6565 S. Dayton, Suite 3600		1D. CITY, STATE Englewood, CO		1E. ZIP CODE 80111		
2. ADDITIONAL DEBTOR (IF PERSONAL) LAST NAME		FIRST NAME		M. I.	2A. PREFIX	2B. SUFFIX
2C. MAILING ADDRESS		2D. CITY, STATE		2E. ZIP CODE		
3. ADDITIONAL DEBTOR (IF PERSONAL) LAST NAME		FIRST NAME		M. I.	3A. PREFIX	3B. SUFFIX
3C. MAILING ADDRESS		3D. CITY, STATE		3E. ZIP CODE		
4. SECURED PARTY (IF PERSONAL) LAST NAME FIRST NATIONAL BANK OF FARMINGTON		FIRST NAME		M. I.		
4A. MAILING ADDRESS P. O. BOX 4540, 100 EAST BROADWAY		4B. CITY, STATE Farmington, NM		4C. ZIP CODE 87499-4540		
5. ASSIGNEE OF SECURED PARTY (IF ANY)						
5A. MAILING ADDRESS		5B. CITY, STATE		5C. ZIP CODE		

6. This FINANCING STATEMENT covers the following types of items of property: (If collateral is crops, fixtures, timber or minerals, read instruction B. 6-7.)

Inventory, any and all interest in accounts, accounts receivable, contract rights, instruments, monies and claims for monies due and to become due to Grantor, all proceeds of the rights including all accounts receivable arising from Grantor's performance of such assigned contracts, any and all mechanic's and materialmen's liens hereafter filed by Grantor against any party to any contract with Grantor with respect to any monies now due or hereafter to become due, and products and proceeds thereof and general intangibles now in existence or to be acquired or owned during the term hereof and proceeds of accounts, accounts receivable, contract rights, instruments, and products and proceeds thereof, whether specifically assigned and pledged or not, whether now in existence and which at any time hereafter come into existence or may be acquired or owned and proceeds thereof, in any form. Equipment, including but not limited to twenty-eight (28) railroad tank cars as more particularly described on Exhibit "A", whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and accounts proceeds)..

7. CHECK ONLY IF APPLICABLE	7A. <input checked="" type="checkbox"/> PRODUCTS OF COLLATERAL ARE ALSO COVERED	7B. <input type="checkbox"/> THIS FINANCING STATEMENT IS TO BE FILED FOR RECORD IN THE REAL ESTATE RECORDS.	NUMBER OF ADDITIONAL SHEETS PRESENTED
8. CHECK APPROPRIATE BOX	8A. THIS FINANCING STATEMENT IS SIGNED BY THE SECURED PARTY INSTEAD OF THE DEBTOR TO PERFECT A SECURITY INTEREST IN COLLATERAL IN ACCORDANCE WITH INSTRUCTION B. 8 ITEM:		<input type="checkbox"/> (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4) <input type="checkbox"/> (5)

9. SIGNATURE(S) OF DEBTOR(S)

James L. Hebert, President and Thomas W. Wood, Secretary/TreasurerSIGNATURE(S) OF SECURED PARTY(IES)

FIRST NATIONAL BANK OF FARMINGTON

10. Return copy to:

NAME FIRST NATIONAL BANK OF FARMINGTON
ADDRESS P. O. BOX 4540
CITY 100 EAST BROADWAY
STATE FARMINGTON, NM 87499-4540
ZIPTHIS SPACE FOR USE OF FILING OFFICER
(DATE AND TIME OF FILING OFFICER)98-124959
06/18/98 8:00 AM
Texas Secretary of State

FILED



A/A

(2) FILING OFFICER COPY - ACKNOWLEDGMENT

CERTIFIED COPY CERTIFICATE

The undersigned, as Secretary of State of Texas, HEREBY CERTIFIES, that this document bearing the noted certification stamp and assigned file number is a true and correct reproduction of the record now in my lawful custody and possession, as the same is filed in the Uniform Commercial Code section of my office. My acceptance for filing and custody of this document in no way confirms, denies, or implies validity, legal effect, or enforceability of the attached document.

IN TESTIMONY WHEREOF, I have hereunto
affixed my name officially and caused to be
impressed hereon the Seal of State.

JUN 25 1998



A handwritten signature in black ink, appearing to read "Alberto R. Gonzales".

Alberto R. Gonzales

EXHIBIT "A"

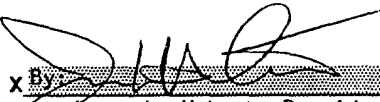
Borrower: Consolidated Oil &
Transportation Company,
Inc. (TIN: 841248377)
6565 S. Dayton, Suite 3600
Englewood, CO 80111

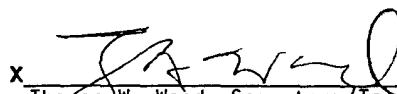
Lender: First National Bank of Farmington
P. O. Box 4540
100 East Broadway
Farmington, NM 87499-4540

This EXHIBIT "A" is attached to and by this reference is made a part of each Security Agreement, Agreement to Provide Insurance and UCC-1 Financing Statement dated April 28, 1998, and executed in connection with a loan or other financial accommodations between First National Bank of Farmington and Consolidated Oil & Transportation Company, Inc..

Twenty-eight (28) 23,500 gallon, coiled and insulated railroad tanks cars: Identification numbers: AMRX 101, AMRX 102, AMRX 103, AMRX 104, AMRX 105, AMRX 106, AMRX 107, AMRX 108, AMRX 109, AMRX 110, AMRX 111, AMRX 112, AMRX 113, AMRX 114, AMRX 115, AMRX 116, AMRX 117, AMRX 118, AMRX 119, AMRX 120, AMRX 121, AMRX 122, AMRX 123, AMRX 124, AMRX 125, AMRX 126, AMRX 127, AMRX 128


THIS EXHIBIT "A" IS EXECUTED ON APRIL 28, 1998.

X By: 
James L. Hebert, President
911111

X 
Thomas W. Wood, Secretary/Treasurer

LENDER:

First National Bank of Farmington

By: 
Authorized Officer